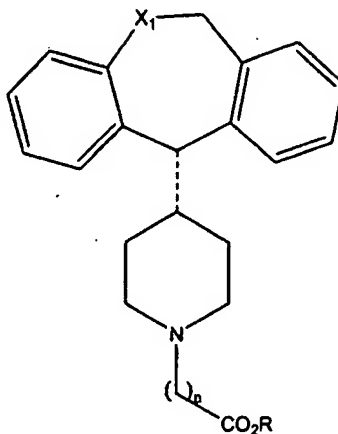


**Amendments to the Claims:**

1. (Currently Amended) A compound represented by the following structural formula:



or a pharmaceutically acceptable salt thereof, wherein:

(- - -) represents a double bond;

X<sub>1</sub> is -O-;

n is an integer from 1 to 6;

the aryl rings are each optionally and independently substituted;

the alkylene spacer molecule between the piperidine and the -CO<sub>2</sub>R group

is substituted with a ~~heteroatom~~ or a cyclic ~~substituent~~ alkyl or a heterocycle, wherein one or more of the carbons of the spacer molecule is contained in the cyclic alkyl or the heterocycle; and

R is -H, 2-propyl, 2-butyl, 2-pentyl, cyclopentyl, cyclohexyl, 3-

tetrahydrofuryl, 3-pentyl, 1,3-dimethoxy-2-propyl, 4-tetrahydropyranyl, 2,4-

dimethyl-3-pentyl, 1-methoxy-2-propyl, 1-3-diethoxy-2-propyl, or 2,2'-dimethyl-1-propyl.

2. (Original) The compound of claim 1, wherein R is -H.

3. (Previously Presented) The compound of claim 1, wherein:

the aryl rings are each optionally and independently substituted with one or more groups selected from halogen, dimethylaminocarbonyl, fluoroalkyl, hydroxy, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkoxy, carboxylic acid, methylhydroxy, methylcarbonyl, cyano, aminomethyl, (aminoalkyl), ethoxycarbonylmethoxy, cyanomethyloxy, (acetoxylethyl)oxy, (hydroxyoxyethyl)oxy, morpholinoethyloxy, (tetrazol-5-

yl)methoxy, carboxymethoxy, dimethylaminocarbonylmethoxy, morpholinocarbonylmethoxy, (1-ethoxycarbonyl-1-methylethyl)oxy, (1-carboxy-1-methylethyl)oxy, (2-methoxyethyl)oxy, (1-dimethylaminocarbonyl-1-methylethyl)oxy, (1-ethoxycarbonyl)cyclobutoxy, (1-carboxy)cyclobutoxy, (1,1-dimethyl-2-hydroxyethyl)oxy, (2,2-dimethyl-2-hydroxyethyl)oxy, acyloxy, cycloalkyl, arylalkyl, alkoxycarbonyl, and substituted or unsubstituted amines.

4. (Previously Presented) The compound of claim 1, wherein:

the aryl rings are optionally and independently substituted with one or

more substituents selected from hydrogen, halogen, alkyl, fluoroalkyl, hydroxy, alkoxy,  $-(O)_u-(CH_2)_t-C(O)OR_4$ ,  $-(O)_u-(CH_2)_t-OC(O)R_4$ ,  $-(O)_u-(CH_2)_t-C(O)-NR_5R_6$  and  $-(O)_u-(CH_2)_t-NHC(O)O-R_4$ ;

wherein:

t is an integer from 0 to 3;

$-(CH_2)_t-$  is substituted or unsubstituted; and

$R_4$ ,  $R_5$ , and  $R_6$  are independently hydrogen, an aliphatic group, a substituted aliphatic group, an aromatic group, a substituted aromatic group or a non-aromatic heterocyclic group, or  $R_5$  and  $R_6$ , taken together with the nitrogen atom to which they are bonded, are a non-aromatic heterocyclic ring.

5. (Previously Presented) The compound of claim 1, wherein:

the aryl rings are optionally and independently substituted with one or more of halogen, -OH, -CO<sub>2</sub>H, alkylimine, alkylsulfonyl, carboxamido, carboxylic alkyl esters, -CH=NH, -NO<sub>2</sub>, azido, cyano, fluoroalkyl, -CONR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -OS(O)<sub>2</sub>NR<sub>8</sub>R<sub>9</sub>, -S(O)<sub>2</sub>NR<sub>8</sub>R<sub>9</sub>, sulfonic acid, sulfonamide, guanidino,  $-(O)_u-(CH_2)_t-C(O)OR_4$ ,  $-(O)_u-(CH_2)_t-OC(O)R_4$ ,  $-(O)_u-(CH_2)_t-C(O)-NR_5R_6$ ,  $-(O)_u-(CH_2)_t-NHC(O)O-R_4$ , -Q-H, -Q-(aliphatic group), -Q-(substituted aliphatic group), -Q-(aryl), -Q-(aromatic group), -Q-(substituted aromatic group), -Q-(CH<sub>2</sub>)<sub>p</sub>-(substituted or unsubstituted aromatic group), -Q-(non-aromatic heterocyclic group) or -Q-(CH<sub>2</sub>)<sub>p</sub>-(non-aromatic heterocyclic group);

wherein:

p is an integer from 1 to 5;

u is 0 or 1;

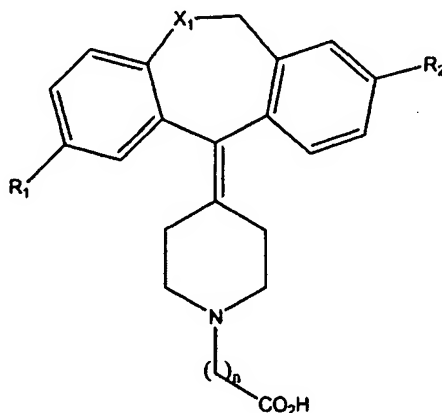
Q is -O-, -S-, -S(O)-, -S(O)<sub>2</sub>-, -OS(O)<sub>2</sub>-, -C(O)-, -OC(O)-, -C(O)O-, -C(O)C(O)-O-, -O-C(O)C(O)-, -C(O)NH-, -NHC(O)-, -OC(O)NH-, -NHC(O)O-, NH-C(O)-NH-, -S(O)<sub>2</sub> NH-, -NHS(O)<sub>2</sub>-, -N(R<sub>7</sub>)-, -C(NR<sub>7</sub>)NHNH-, -NHNHC(NR<sub>7</sub>)-, -NR<sub>8</sub>C(O)- or -NR<sub>8</sub> S(O)<sub>2</sub>-;

R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are independently - H, an aliphatic group, a substituted aliphatic group, an aromatic group, a substituted aromatic group, a non-aromatic heterocyclic group, -NHC(O)-O-(aliphatic group), -NHC(O)-O- (aromatic group) or -NHC(O)-O-(non-aromatic heterocyclic group), or R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are bonded, are a non-aromatic heterocyclic ring;

R<sub>7</sub> is -H, an aliphatic group, a benzyl group, an aryl group or a non-aromatic heterocyclic group; and

R<sub>8</sub> and R<sub>9</sub> are independently -H, hydroxy, an aliphatic group, a substituted aliphatic group, a benzyl group, an aryl group or a non-aromatic heterocyclic group.

6. (Currently Amended) The compound of claim 2, wherein the compound is represented by the following formula:



wherein:

n is 1, 2, or 3;

R<sub>1</sub> = -H, -OH, -CH<sub>2</sub>OH, or -CH<sub>2</sub>CH<sub>2</sub>OH;

R<sub>2</sub> = -H, -CH<sub>3</sub>, -CF<sub>3</sub>, -Cl, or -Br;

X<sub>1</sub> is -O-; and

the alkylene spacer molecule is: substituted with a cyclic ~~substituent~~ alkyl or a heterocycle, wherein one or more of the carbons of the spacer molecule is contained in the cyclic ~~substituent~~ alkyl or the heterocycle.

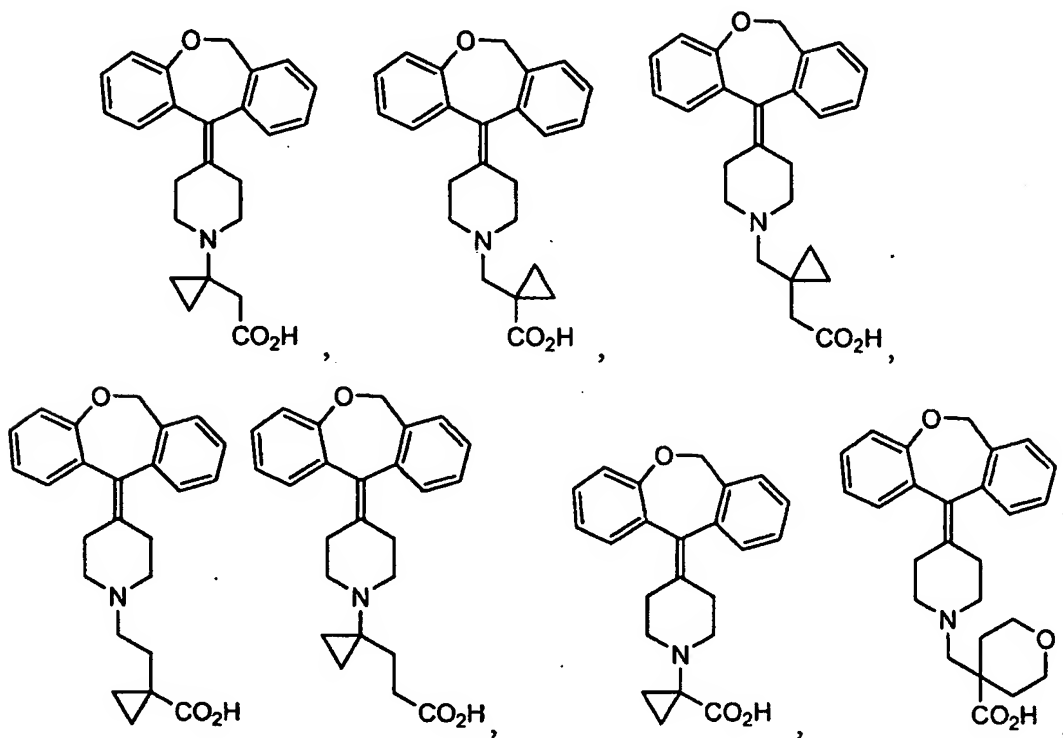
7.-12. (Canceled).

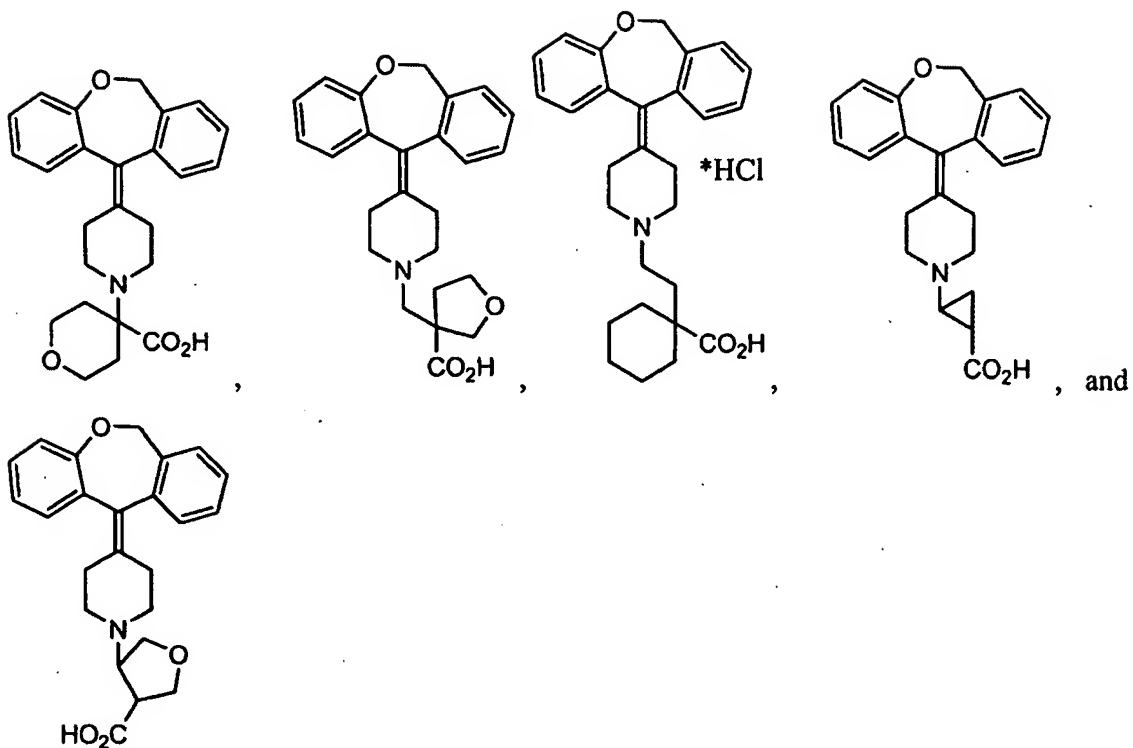
13. (Currently Amended) The compound of claim 1, wherein the alkylene spacer is substituted with a cyclic alkyl, wherein one or more of the carbons of the spacer molecule is contained in the cyclic alkyl ~~substituent~~.

14. (Currently Amended) The compound of claim 13, wherein the cyclic alkyl ~~substituent~~ is a ~~cyclic alkyl~~ cyclopropyl group or a cyclic ether group.

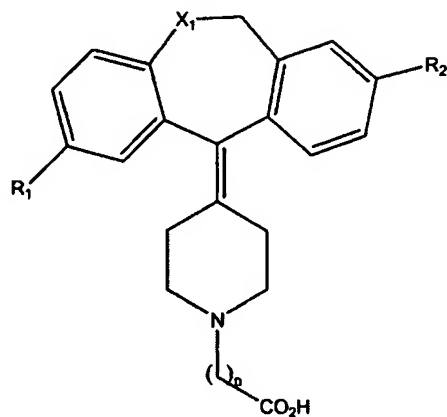
15. (Currently Amended) The compound of claim 14, wherein one ~~or more~~ of the carbons of the ~~alkylene~~ spacer molecule is contained in the cyclic alkyl ~~cyclic~~ ~~substituent~~.

16. (Currently Amended) The compound of claim [[15]]~~6~~, wherein the compound is selected from the group of compounds consisting of:





17. (Currently Amended) The compound of claim 1, wherein the compound is represented by the following formula:



wherein:

$n$  is 1, 2, or 3;

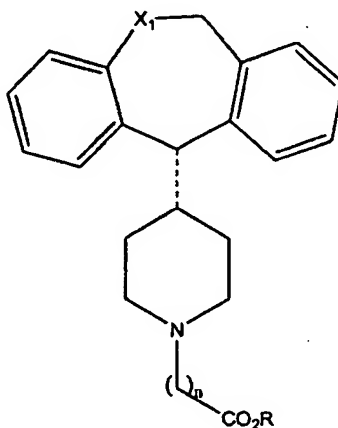
the alkylene spacer is substituted with a heteroatom or a cyclic substituent  
alkyl or a heterocycle, wherein one or more of the carbons of the spacer  
molecule is contained in the cyclic alkyl or the heterocycle;

$R_1$  and  $R_2$  are independently selected from one or more groups selected from halogen, dimethylaminocarbonyl, fluoroalkyl, hydroxy,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkoxy, carboxylic acid, methylhydroxy, methylcarbonyl, cyano, aminomethyl, (aminoalkyl), ethoxycarbonylmethoxy, cyanomethyloxy, (acetoxylethyl)oxy, (hydroxyoxyethyl)oxy, morpholinoethyloxy, (tetrazol-5-yl) methyloxy, carboxymethyloxy, dimethylaminocarbonylmethyloxy, morpholinocarbonylmethyloxy, (1-ethoxycarbonyl-1-methylethyl)oxy, (1-carboxy-1-methylethyl)oxy, (2-methoxyethyl)oxy, (1-dimethylaminocarbonyl-1-methylethyl)oxy, (1-ethoxycarbonyl)cyclobutoxy, (1-carboxy)cyclobutoxy, (1,1-dimethyl-2-hydroxyethyl)oxy, (2,2-dimethyl-2-hydroxyethyl)oxy, acyloxy, cycloalkyl, arylalkyl, alkoxy, carbonyl, and substituted or unsubstituted amines; and

$X_1$  is -O-.

18. (Currently Amended) The compound of claim 1, wherein the alkylene spacer molecule is substituted with a cyclic alkyl or a heterocycle ~~substituent~~ is selected from cyclopropyl, tetrahydropyranyl, tetrahydrofuranyl, and cyclohexyl.

19. (Currently Amended) A compound represented by the following structural formula:



or a pharmaceutically acceptable salt thereof, wherein:

(- - -) represents double bond;

$X_1$  is -O-;

n is an integer from 1 to 6;

the aryl rings are each optionally and independently substituted;

the alkylene spacer molecule between the piperidine and the  $-CO_2R$  group

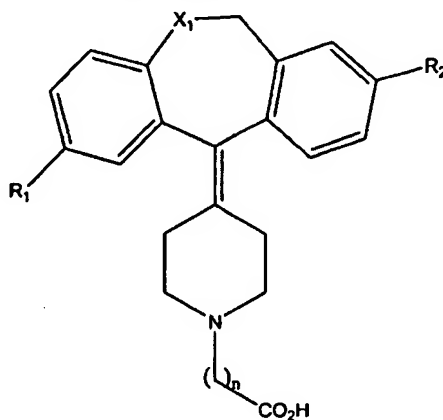
is substituted with cyclopropyl, wherein one or more of the carbons of the spacer molecule is contained in the cyclopropyl ring; and

R is -H, 2-propyl, 2-butyl, 2-pentyl, cyclopentyl, cyclohexyl, 3-

tetrahydrofuryl, 3-pentyl, 1,3-dimethoxy-2-propyl, 4-tetrahydropyranyl, 2,4-

dimethyl-3-pentyl, 1-methoxy-2-propyl, 1-3-diethoxy-2-propyl, or 2,2'-dimethyl-1-propyl.

20. (Currently Amended) A compound represented by the following structural formula:



wherein:

n is 1, 2, or 3;

the alkylene spacer is substituted with cyclopropyl, wherein one of the carbons of the spacer molecule is contained in the cyclopropyl ring;

$R_1$  and  $R_2$  are independently selected from one or more groups selected from halogen, dimethylaminocarbonyl, fluoroalkyl, hydroxy,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkoxy, carboxylic acid, methylhydroxy, methylcarbonyl, cyano, aminomethyl, (aminoalkyl), ethoxycarbonylmethoxy, cyanomethyloxy, (acetoxylethyl)oxy, (hydroxyoxyethyl)oxy, morpholinoethyloxy, (tetrazol-5-yl) methyloxy, carboxymethyloxy, dimethylaminocarbonylmethyloxy,

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morpholinocarbonylmethoxy, (1-ethoxycarbonyl-1-methylethyl)oxy, (1-carboxy-1-methylethyl)oxy, (2-methoxyethyl)oxy, (1-dimethylaminocarbonyl-1-methylethyl)oxy, (1-ethoxycarbonyl)cyclobutoxy, (1-carboxy)cyclobutoxy, (1,1-dimethyl-2-hydroxyethyl)oxy, (2,2-dimethyl-2-hydroxyethyl)oxy, acyloxy, cycloalkyl, arylalkyl, alkoxycarbonyl, and substituted or unsubstituted amines; and

X<sub>1</sub> is -O-.